Edgar Filing: ENGLOBAL CORP - Form 4

NOLODAL CODD

Form 4	CORP											
February 01,	2008											
FORM	1	D STATES	SECUR	ITIES A	ND EX(CHA	NGE (COMMISSION		PPROVAL		
Check thi	s box		Was	hington,	D.C. 20	549			Number:	3235-0287		
if no long subject to Section 10 Form 4 or	er STATE 6.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							burden hou	Expires: January 31, 2005 Estimated average burden hours per response 0.5		
Form 5 obligation may conti <i>See</i> Instru 1(b).	nue. Section 1	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940										
(Print or Type R	esponses)											
SMITH DAVID W Symbol				2. Issuer Name and Ticker or Trading mbol NGLOBAL CORP [ENG]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First)	(Middle)		Earliest Tr	-	J		(Chec	ck all applicable	e)		
ENGLOBAI	CORPORAT USTON PARI	TION, 654	(Month/D 01/11/20	ay/Year)	ansaction			Director X Officer (give below) Pres, ENG		o Owner er (specify ng Inc		
				endment, Date Original nth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 				
HOUSTON,	TX 77060-59	14						Form filed by M Person	More than One Re	eporting		
(City)	(State)	(Zip)	Table	e I - Non-D	erivative (Securi	ties Acc	quired, Disposed o	f, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Executio any	med on Date, if Day/Year)	Code (Instr. 8)	on(A) or D (D)	ispose	d of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial		
Common Stock	01/11/2008			M	6,000	(D) A	\$ 2.05	98,760	D			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8 1 2 ()
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (Right to Buy) (1)	\$ 2.05	01/11/2008		М	6,000	(2)	03/24/2014	Common Stock	6,000	

Reporting Owners

Reporting Owner Name / Address		Relationships					
	Director	10% Owner	Officer	Other			
SMITH DAVID W ENGLOBAL CORPORATION 654 N. SAM HOUSTON PARKWAY E, SUITE 400 HOUSTON, TX 77060-5914			Pres, ENGlobal Engineering Inc				
Signatures							
/s/ David W. Smith by Natalie S. Hairston, Power of Attorney		02/01/2	2008				
**Signature of Reporting Person		Date	,				
Explanation of Responses:							
* If the form is filed by more than one reporting person, <i>see</i> Ins	truction 4(b)(v).					

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Options granted pursuant to the ENGlobal Corporation 1998 Incentive Plan.

(2) The option vests as follows: 20% on date of grant and four equal annual installments of 20% each beginning on December 31, 2004.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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